

UNITED STATES BANKRUPTCY COURT

VOLUNTARY PETITION

Name of Debtor (if individual, enter Last, First, Middle):

1791 Fitness Corp. d/b/a Synergy Fitness

Name of Joint Debtor (Spouse) (Last, First, Middle):

All Other Names used by the Debtor in the last 8 years
(include married, maiden, and trade names):

Synergy Fitness

All Other Names used by the Joint Debtor in the last 8 years
(include married, maiden, and trade names):Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN
(if more than one, state all):

26-2173346

Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN
(if more than one, state all):

Street Address of Debtor (No. and Street, City, and State):

1791 Second Ave
New York NY

ZIP CODE 10128

Street Address of Joint Debtor (No. and Street, City, and State):

ZIP CODE

County of Residence or of the Principal Place of Business:

New York

County of Residence or of the Principal Place of Business:

Mailing Address of Debtor (if different from street address):

ZIP CODE

Mailing Address of Joint Debtor (if different from street address):

ZIP CODE

Location of Principal Assets of Business Debtor (if different from street address above):

ZIP CODE

Type of Debtor
(Form of Organization)
(Check one box.)

- ☐ Individual (includes Joint Debtors)
See Exhibit D on page 2 of this form.
- ☒ Corporation (includes LLC and LLP)
- ☐ Partnership
- ☐ Other (If debtor is not one of the above entities, check this box and state type of entity below.)

Nature of Business
(Check one box.)

- ☐ Health Care Business
- ☐ Single Asset Real Estate as defined in 11 U.S.C. § 101(51B)
- ☐ Railroad
- ☐ Stockbroker
- ☐ Commodity Broker
- ☐ Clearing Bank
- ☒ Other **6gm**

Tax-Exempt Entity
(Check box, if applicable.)

- ☐ Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).

Chapter of Bankruptcy Code Under Which
the Petition is Filed (Check one box.)

- ☐ Chapter 7
- ☐ Chapter 9
- ☒ Chapter 11
- ☐ Chapter 12
- ☐ Chapter 13
- ☐ Chapter 15 Petition for Recognition of a Foreign Main Proceeding
- ☐ Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding

Nature of Debts
(Check one box.)

- ☐ Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose."
- ☒ Debts are primarily business debts.

Filing Fee (Check one box.)

- ☒ Full Filing Fee attached.
- ☐ Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A.
- ☐ Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.

Chapter 11 Debtors

Check one box:

- ☒ Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D).
- ☐ Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D).

Check if:

- ☒ Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,343,300 (amount subject to adjustment on 4/01/13 and every three years thereafter).

Check all applicable boxes:

- ☐ A plan is being filed with this petition.
- ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).

Statistical/Administrative Information

- ☒ Debtor estimates that funds will be available for distribution to unsecured creditors.
- ☐ Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.

Estimated Number of Creditors

- ☒ 1-49 ☐ 50-99 ☐ 100-199 ☐ 200-999 ☐ 1,000-5,000 ☐ 5,001-10,000 ☐ 10,001-25,000 ☐ 25,001-50,000 ☐ 50,001-100,000 ☐ Over 100,000

Estimated Assets

- ☐ \$0 to \$50,000 ☐ \$50,001 to \$100,000 ☒ \$100,001 to \$500,000 ☐ \$500,001 to \$1 million ☐ \$1,000,001 to \$10 million ☐ \$10,000,001 to \$50 million ☐ \$50,000,001 to \$100 million ☐ \$100,000,001 to \$500 million ☐ \$500,000,001 to \$1 billion ☐ More than \$1 billion

Estimated Liabilities

- ☐ \$0 to \$50,000 ☐ \$50,001 to \$100,000 ☒ \$100,001 to \$500,000 ☐ \$500,001 to \$1 million ☐ \$1,000,001 to \$10 million ☐ \$10,000,001 to \$50 million ☐ \$50,000,001 to \$100 million ☐ \$100,000,001 to \$500 million ☐ \$500,000,001 to \$1 billion ☐ More than \$1 billion

THIS SPACE IS FOR
COURT USE ONLY

Voluntary Petition (This page must be completed and filed in every case.)		Name of Debtor(s):	
All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet.)			
Location Where Filed:	Case Number:	Date Filed:	
Location Where Filed:	Case Number:	Date Filed:	
Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor (If more than one, attach additional sheet.)			
Name of Debtor:	Case Number:	Date Filed:	
District:	Relationship:	Judge:	
<p style="text-align: center;">Exhibit A</p> <p>(To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)</p> <p style="font-size: 2em; text-align: center;">N/A</p> <p><input type="checkbox"/> Exhibit A is attached and made a part of this petition.</p>		<p style="text-align: center;">Exhibit B</p> <p>(To be completed if debtor is an individual whose debts are primarily consumer debts.)</p> <p>I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I have delivered to the debtor the notice required by 11 U.S.C. § 342(b).</p> <p style="text-align: center;">N/A</p> <p>X _____ Signature of Attorney for Debtor(s) (Date)</p>	
<p style="text-align: center;">Exhibit C</p> <p>Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety?</p> <p><input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition.</p> <p><input type="checkbox"/> No.</p> <p style="font-size: 2em; text-align: center;">N/A</p>			
<p style="text-align: center;">Exhibit D</p> <p>(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)</p> <p><input type="checkbox"/> Exhibit D completed and signed by the debtor is attached and made a part of this petition.</p> <p>If this is a joint petition:</p> <p><input type="checkbox"/> Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.</p> <p style="font-size: 2em; text-align: center;">N/A</p>			
<p style="text-align: center;">Information Regarding the Debtor - Venue (Check any applicable box.)</p> <p><input checked="" type="checkbox"/> Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District.</p> <p><input type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.</p> <p><input type="checkbox"/> Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.</p>			
<p style="text-align: center;">Certification by a Debtor Who Resides as a Tenant of Residential Property (Check all applicable boxes.)</p> <p><input type="checkbox"/> Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)</p> <p style="text-align: right;">_____ (Name of landlord that obtained judgment)</p> <p style="text-align: right;">_____ (Address of landlord)</p> <p><input type="checkbox"/> Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and</p> <p><input type="checkbox"/> Debtor has included with this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition.</p> <p><input type="checkbox"/> Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).</p>			

Voluntary Petition

(This page must be completed and filed in every case.)

Name of Debtor(s):

Signatures**Signature(s) of Debtor(s) (Individual/Joint)**

I declare under penalty of perjury that the information provided in this petition is true and correct.

[If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12 or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7.

[If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. § 342(b).

I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X _____
Signature of Debtor

X _____
Signature of Joint Debtor

Telephone Number (if not represented by attorney)

Date

Signature of Attorney*

X _____
Signature of Attorney for Debtor(s)

Printed Name of Attorney for Debtor(s)

Firm Name

Address

Telephone Number

Date

*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.

Signature of Debtor (Corporation/Partnership)

I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.

The debtor requests the relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X _____
Signature of Authorized Individual

Printed Name of Authorized Individual

Title of Authorized Individual

Date

Signature of a Foreign Representative

I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.

(Check only one box.)

☐ I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. § 1515 are attached.

☐ Pursuant to 11 U.S.C. § 1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.

X _____
(Signature of Foreign Representative)

(Printed Name of Foreign Representative)

Date

Signature of Non-Attorney Bankruptcy Petition Preparer

I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.

Printed Name and title, if any, of Bankruptcy Petition Preparer

Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social-Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.)

Address

X _____

Date

Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social-Security number is provided above.

Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual.

If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.

A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 11 U.S.C. § 110; 18 U.S.C. § 156.

Exhibit A

Not applicable. Debtor is not a public company.

Resolution of 1781 Fitness Corp.

The undersigned is the sole shareholder of 1781 Fitness Corp. and hereby authorizes the Corporation the Corporation to file a Chapter 11 Petition in the United States District Court for the Southern District of New York and authorizes Nicholas Piscioti to sign the Petition and any other documents required for the filing.

A handwritten signature in black ink, appearing to read "Nicholas Piscioti", written over a horizontal line.

Nicholas Piscioti, President

Attest:

Attest: A handwritten signature in black ink, appearing to read "Salih Pekic", written over a horizontal line.

Salih Pekic, Manager

(red dots)
y11 (less than 20)
discovered

1981 Fitness Corp.
d/b/a Synergy Fitness

MORGAN & CURTIS ASSOCIATES, INC.
95 BROADWAY
HICKSVILLE, NY 11801

\$ 1000

LEHMAN, NEWMAN & FLYNN
14 PENN PLAZA
SUITE 2220
NEW YORK, NY 10122

\$2100

JOE CATALDI
17 LONG ~~MEDOW~~ MEDOW ROAD
COMMACK, NY 11725

\$ 750

CLEAN RITE LAUNDRY
324 E. 91 STREET
NEW YORK, NY 10128.

\$6093.20

RUPPERT HOUSING CO., INC.
c/o MAXWELL KATES INC.
9 E. 38TH STREET
NEW YORK, NY 10016.

~\$120,000

20 Largest Creditors

All Creditors.
 111 (less than 100)
 disclosed

1991 Fitness Corp.
 d/b/a Synergy Fitness

MORGAN & CURTIS ASSOCIATES, INC.
 95 BROADWAY
 HICKSVILLE, NY 11801

\$ 1000

LEHMAN, NEWMAN & FLYNN
 14 PENN PLAZA
 SUITE 2220
 NEW YORK, NY 10122

\$2100

JOE CATALDI
 17 LONG ~~MEDOW~~ MEDOW ROAD
 COMMACK, NY 11725

\$ 750

CLEAN RITE LAUNDRY
 324 E. 91 STREET
 NEW YORK, NY 10128.

\$6093.20

RUPPERT HOUSING CO., INC.
 c/o MAXWELL KATES INC.
 9 E. 38TH STREET
 NEW YORK, NY 10016.

~\$120,000

1781 Fitness Corp., Debtor

Corporate Ownership Statement

I own 100% of the issued and outstanding shares of the Debtor.

A handwritten signature in black ink, appearing to read "Nicholas Piscioti", with a long horizontal flourish extending to the right.

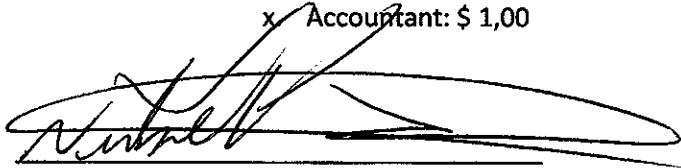
Nicholas Piscioti, President

State of New York, County of New York, ss:

Nicholas Piscioti, being duly sworn deposes and says:

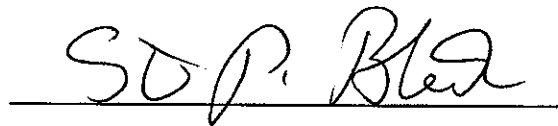
1. I am the President of 1781 Fitness Corp., a New York Corporation, dba Synergy Fitness in New York County, Southern District of New York. Synergy Fitness is the successor in interest of Dolphin 93rd St. Fitness, Inc, d/b/a/Synergy Fitness, the tenant under a lease with Ruppert Housing Co., for premises for the ground floor and basement.
2. The Debtor conducts a business as a gym located at 1781 Second Avenue, New York, NY 10128.
3. Debtor is bound by a Stipulation in the Civil Court of the City of New York, County of New York, L&T Index No. 71129/09, providing for various payments to the landlord.
4. At the present time, Debtor owes the landlord approximately \$120,000 which it cannot pay.
5. Debtor has failed to make all of the payments required by the Stipulation and the Landlord has directed the City Marshall to take possession of the premises on April 13 pursuant to a warrant already issued and a notice already served.
6. Eviction can take place on April 13, at any time, and the Marshall's office says that it will do so first thing in the morning.
7. Annexed is a Schedule containing the information required by Rule 1007-2(a) for the creditors of the Debtor, which are fewer than 20 creditors. None of the claims are contingent, unliquidated, disputed (except for Ruppert as to which there are offsets) or secured.
8. There are no secured claims.
9. A summary of the assets and the liabilities of the Debtor are on its balance sheet, submitted herewith.
10. None of the shares of the Debtor are publically held.
11. None of Debtor's property is in the hands of third parties.
12. The Debtor leases premises at 1781 Second Avenue New York, NY, consisting of the ground floor and the basement.
13. The Debtors substantial asset are located at its leased premises at 1781 Second Avenue. The books and records are located there. There are no assets outside of the territorial limits of the United States.
14. A seizure of Debtor's premises at 1781 is imminent.
15. The senior management of the Debtor is Suzanne Park, since 2008. She is the general manager of the gym, overseeing membership sales, payroll and staff schedules.
16. The estimated amount of weekly payroll is \$28,000, excluding officers, directors shareholder. There are no partners.
17. Nothing is intended to be paid to officers, directors and shareholders.
18. For the next thirty days the schedule required by rule 1007 is as follows:
 - a. Estimated cash receipts: \$50,000.
 - b. Estimated cash expenses are as follows:
 - i. payroll: 30,000
 - ii. current rent: \$12,000

- iii. Con Ed: \$ 5,000
- iv. Other utilities, cable and telephone: \$ 3,000
- v. Insurance: \$ 3,000
- vi. Advertising: \$ 6,000
- vii. Equipment leases \$ 2,000
- viii. Management fees: \$ 3,000
- ix. Laundry: \$5,000
- x. Accountant: \$ 1,00



Nicholas Pisciotto, President

Sworn to before me this 12th day of April, 2010



Stephen Paul Blank

Notary Public State of New York

No. 02BL523218

Commission Exp 10/14/2010

sent to Suzanne 4/8/10

3:08 PM

04/06/10

Accrual Basis

SYNERGY FITNESS 93RD ST INC.

Balance Sheet

As of December 31, 2008

Dec 31, 08

ASSETS

Current Assets

Checking/Savings

BANK OF AMERICA - 1120

22,512.84

Synergy Fitness 93 Oper-1104

3,354.55

WAMU

-15,347.60

Total Checking/Savings

10,519.79

Total Current Assets

10,519.79

Fixed Assets

150 - FURNITURE & FIXTURES

7,984.00

161 - ACCUM DEPREC - F&F

-6,868.50

160 - EQUIPMENT

113,487.45

161 - ACC DEPREC - EQUIPMENT

-103,311.06

165 - LEASEHOLD IMPROVEMENTS

175,392.72

166 - ACC AMORT - LI

-32,577.13

Total Fixed Assets

154,107.48

Other Assets

190 - DEPOSITS

18,000.00

Total Other Assets

18,000.00

TOTAL ASSETS

182,627.27

LIABILITIES & EQUITY

Liabilities

Current Liabilities

Other Current Liabilities

202 - ACCRUED EXPENSES & TAXES

115,042.01

210 - FICA & FWT PAYABLE

3,093.68

Total Other Current Liabilities

118,135.69

Total Current Liabilities

118,135.69

Long Term Liabilities

255 - LOANS - SHAREHOLDERS

44,112.00

275 - DEFERRED INCOME

279,152.98

Total Long Term Liabilities

323,264.98

Total Liabilities

441,400.67

Equity

290 - COMMON STOCK

20,000.00

295 - RETAINED EARNINGS

-195,868.14

Retained Earnings

-37,974.77

Net Income

-44,930.49

Total Equity

-258,773.40

TOTAL LIABILITIES & EQUITY

182,627.27

Account Frozen
by BOA

3:08 PM
04/06/10
Accrual Basis

SYNERGY FITNESS 93RD ST INC.
Profit & Loss
January through December 2008

	Jan - Dec 08
Ordinary Income/Expense	
Income	
300 - SALES	1,000,430.85
301 - DEPOSITS	29,613.00
Total Income	1,030,043.85
Expense	
410 - ACCOUNTING	1,900.00
420 - ADVERTISING	27,018.78
430 - AUTO EXPENSE	18,717.21
432 - BANK CHARGES	3,031.85
437 - CLEANING	7,953.38
445 - CREDIT CARD DISCOUNTS	28,307.44
458 - EQUIPMENT RENTAL	14,883.26
460 - HEAT, LIGHT & POWER	38,223.66
465 - CABLE	3,074.32
470 - INSURANCE	17,457.76
490 - LEGAL	10,000.00
500 - OFFICE EXPENSE	3,428.71
505 - PAYROLL EXPENSES	0.00
506 - OUTSIDE LABOR	508,955.73
520 - RENT	143,128.35
530 - REPAIRS & MAINTENANCE	21,756.34
531 - REPAIRS & MAIN. - GYM EQ.	6,000.00
533 - MISCELLANEOUS EXPENSE	4,776.84
535 - RUBBISH REMOVAL	1,108.12
545 - SUPPLIES	18,061.53
546 - VENDING MACHINE	660.00
550 - TELEPHONE	6,633.82
560 - CONSULTING	1,850.00
565 - VIOLATIONS	180.00
999 - SUSPENSE	0.00
Reimbursement	0.00
VOID	0.00
Total Expense	887,107.10
Net Ordinary Income	142,936.75
Other Income/Expense	
Other Expense	
440 - DEPRECIATION	15,220.05
525 - MANAGEMENT FEES	135,885.20
BOA Investigation	36,761.99
Total Other Expense	187,867.24
Net Other Income	-187,867.24
Net Income	-44,930.49

111,500 was Accrued

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04/08/10
Accrual Basis

SYNERGY FITNESS 93RD ST INC.

Statement of Cash Flow

January through December 2009

Jan - Dec 09

Ordinary Income/Expense

Income

300 - SALES	791,650.83
Charge Back	-3293.16
refund	-672

Total Income

787,685.67

Expense

410-ACCOUNTING	3,170.00
420-ADVERTISING	6,243.67
430-AUTO CHARGES	30,488.78
432-BANK CHARGES	2,370.80
437-CLEANING	4,849.27
445-CREDIT CARD DISCOUNTS	27,604.58
450-DUES	702.30
458-EQUIPMENT	29,112.69
460-HEAT, LIGHT & POWER	28,256.25
465-CABLE	5,119.95
490-LEGAL	1,000.00
500-OFFICE EXPENSE	204.79
506-OUTSIDE LABOR	494,304.43
508-POSTAGE	30.00
520-RENT	181,066.50
530-REPAIRS	5,894.08
533-MISC EXPENSE	1,081.44
546-VENDING	166.90
550-TELEPHONE	9,771.45
CONSULTING	3,812.30
INSURANCE	26,124.26
LAUNDRY	13,000.00
PAYROLL EXP	0.00
REIMBURSEMENT	12,751.04
SUPPLIES	9,985.70
SUSPENSE	0.00
VIOLATIONS	1,540.00
WASTE MANAGEMENT	2,041.05

Total Expense

900,692.23

Net Ordinary Income

-113,006.56

Other Income/Expense

Other Expense

525-MANAGEMENT FEES	34,039.00
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Total Other Expense

34,039.00

Net Other Income

-34,039.00

Net Income

-147,048.56

Form 1120 Department of the Treasury Internal Revenue Service		U.S. Corporation Income Tax Return For calendar year 2008 or tax year beginning , ending ▶ See separate instructions.				OMB No. 1545-0123 2008	
A Check if: 1a Consolidated return (attach Form 981) <input type="checkbox"/> b Life/nonlife consolidated return <input type="checkbox"/> 2 Personal holding co. (attach Sch. PH) <input type="checkbox"/> 3 Personal service corp. (see instructions) <input type="checkbox"/> 4 Schedule M-3 attached <input type="checkbox"/>		Name Number, street, and room or suite no. City or town, state, and ZIP code If a P.O. box, see instructions. SYNERGY FITNESS 93RD STREET, INC 1781 2ND AVE NEW YORK NY 10128				B Employer identification number 13-4148183	
		C Date incorporated 12/14/2001				D Total assets (see instructions) 165,527	
		E Check if: (1) <input type="checkbox"/> Initial return (2) <input type="checkbox"/> Final return (3) <input type="checkbox"/> Name change (4) <input type="checkbox"/> Address change					
Income	1a	Gross receipts or sales		1,010,944	b	Less returns and allowances	
	2	Cost of goods sold (Schedule A, line 8)			c	Bal ▶	1,010,944
	3	Gross profit. Subtract line 2 from line 1c			1c		1,010,944
	4	Dividends (Schedule C, line 19)			2		
	5	Interest			3		
	6	Gross rents			4		
	7	Gross royalties			5		
	8	Capital gain net income (attach Schedule D (Form 1120))			6		
	9	Net gain or (loss) from Form 4797, Part II, line 17 (attach Form 4797)			7		
	10	Other income (see instructions—attach schedule)			8		
	11	Total income. Add lines 3 through 10			9		
Deductions (See instructions for limitations on deductions.)	12	Compensation of officers (Schedule E, line 4)			10		
	13	Salaries and wages (less employment credits)			11		1,010,944
	14	Repairs and maintenance			12		
	15	Bad debts			13		27,756
	16	Rents			14		
	17	Taxes and licenses			15		143,128
	18	Interest			16		
	19	Charitable contributions			17		
	20	Depreciation from Form 4562 not claimed on Schedule A or elsewhere on return (attach Form 4562)			18		
	21	Depletion			19		
	22	Advertising			20		15,220
	23	Pension, profit-sharing, etc., plans			21		
	24	Employee benefit programs			22		28,019
	25	Domestic production activities deduction (attach Form 8903)			23		
	26	Other deductions (attach schedule)		SEE STMT 1	24		
	27	Total deductions. Add lines 12 through 26			25		866,790
	28	Taxable income before net operating loss deduction and special deductions. Subtract line 27 from line 11			26		1,080,913
29	Less: a Net operating loss deduction (see instructions)		29a		27		-69,969
	b Special deductions (Schedule C, line 20)		29b		28		
Tax, Refundable Credits, and Payments	30	Taxable income. Subtract line 29c from line 28 (see instructions)			29c		-69,969
	31	Total tax (Schedule J, line 10)			30		0
	32a	2007 overpayment credited to 2008		32a			
	b	2008 estimated tax payments		32b			
	c	2008 refund applied for on Form 4466		32c			
	d	Tax deposited with Form 7004		32d			
	e	Credits: (1) Form 2439 (2) Form 4136		32e			
	f	Refundable credits from Form 3800, line 19c, and Form 8827, line 8c		32f			
	g	Estimated tax penalty (see instructions). Check if Form 2220 is attached		32g			
	33	Amount owed. If line 32h is smaller than the total of lines 31 and 33, enter amount owed		32h			
34	Overpayment. If line 32h is larger than the total of lines 31 and 33, enter amount overpaid						
35	Enter amount from line 35 you want: Credited to 2009 estimated tax ▶						
36	Refunded ▶						
Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.						
	shown below (see instructions) <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No						
Paid Preparer's Use Only	Signature of officer		Date		Title		
	Preparer's signature		Date		Check if self-employed <input type="checkbox"/> Preparer's SSN or PTIN P00487143		
Firm's name (or yours if self-employed), address, and ZIP code		LEHMAN, NEWMAN, & FLYNN, C.P.A.'S P.C.				EIN 13-4037143	
		225 WEST 34TH STREET, SUITE 2220				Phone no. 212-736-2220	
		NEW YORK, NY 10001					

Schedule A Cost of Goods Sold (see instructions)

1	Inventory at beginning of year	1	
2	Purchases	2	
3	Cost of labor	3	
4	Additional section 263A costs (attach schedule)	4	
5	Other costs (attach schedule)	5	
6	Total. Add lines 1 through 5	6	
7	Inventory at end of year	7	
8	Cost of goods sold. Subtract line 7 from line 6. Enter here and on page 1, line 2	8	

9a Check all methods used for valuing closing inventory:

(i) ☐ Cost

(ii) ☐ Lower of cost or market

(iii) ☐ Other (Specify method used and attach explanation.) ▶

b Check if there was a writedown of subnormal goods ▶ ☐

c Check if the LIFO inventory method was adopted this tax year for any goods (if checked, attach Form 970) ▶ ☐

d If the LIFO inventory method was used for this tax year, enter percentage (or amounts) of closing inventory computed under LIFO 9d

e If property is produced or acquired for resale, do the rules of section 263A apply to the corporation? ☐ Yes ☐ No

f Was there any change in determining quantities, cost, or valuations between opening and closing inventory? If "Yes," attach explanation ☐ Yes ☐ No

Schedule C Dividends and Special Deductions (see instructions)

	(a) Dividends received	(b) %	(c) Special deductions (a) x (b)
1	Dividends from less-than-20%-owned domestic corporations (other than debt-financed stock)	70	
2	Dividends from 20%-or-more-owned domestic corporations (other than debt-financed stock)	80	
3	Dividends on debt-financed stock of domestic and foreign corporations	see instructions	
4	Dividends on certain preferred stock of less-than-20%-owned public utilities	42	
5	Dividends on certain preferred stock of 20%-or-more-owned public utilities	48	
6	Dividends from less-than-20%-owned foreign corporations and certain FSCs	70	
7	Dividends from 20%-or-more-owned foreign corporations and certain FSCs	80	
8	Dividends from wholly owned foreign subsidiaries	100	
9	Total. Add lines 1 through 8. See instructions for limitation		
10	Dividends from domestic corporations received by a small business investment company operating under the Small Business Investment Act of 1958	100	
11	Dividends from affiliated group members	100	
12	Dividends from certain FSCs	100	
13	Dividends from foreign corporations not included on lines 3, 6, 7, 8, 11, or 12		
14	Income from controlled foreign corporations under subpart F (attach Form(s) 5471)		
15	Foreign dividend gross-up		
16	IC-DISC and former DISC dividends not included on lines 1, 2, or 3		
17	Other dividends		
18	Deduction for dividends paid on certain preferred stock of public utilities		
19	Total dividends. Add lines 1 through 17. Enter here and on page 1, line 4 ▶		
20	Total special deductions. Add lines 9, 10, 11, 12, and 18. Enter here and on page 1, line 29b ▶		

Schedule E Compensation of Officers (see instructions for page 1, line 12)

Note: Complete Schedule E only if total receipts (line 1a plus lines 4 through 10 on page 1) are \$500,000 or more.

(a) Name of officer	(b) Social security number	(c) Percent of time devoted to business	Percent of corporation stock owned		(f) Amount of compensation
			(d) Common	(e) Preferred	
1		%	%	%	
		%	%	%	
		%	%	%	
		%	%	%	
		%	%	%	
2	Total compensation of officers				
3	Compensation of officers claimed on Schedule A and elsewhere on return				
4	Subtract line 3 from line 2. Enter the result here and on page 1, line 12				

Schedule J Tax Computation (see instructions)

1	Check if the corporation is a member of a controlled group (attach Schedule O (Form 1120))	<input type="checkbox"/>	2	Income tax. Check if a qualified personal service corporation (see instructions)	<input type="checkbox"/>	3	Alternative minimum tax (attach Form 4626)	<input type="checkbox"/>	4	Add lines 2 and 3	0
5a	Foreign tax credit (attach Form 1118)	5a		6	Total credits. Add lines 5a through 5e	6		7	Subtract line 6 from line 4	7	
b	Credit from Form 8834	5b		8	Personal holding company tax (attach Schedule PH (Form 1120))	8		9	Other taxes. Check if from:	9	
c	General business credit (attach Form 3800)	5c			<input type="checkbox"/> Form 4255 <input type="checkbox"/> Form 8611 <input type="checkbox"/> Form 8697				<input type="checkbox"/> Form 8866 <input type="checkbox"/> Form 8902 <input type="checkbox"/> Other (attach schedule)	10	0
d	Credit for prior year minimum tax (attach Form 8827)	5d									
e	Bond credits from Form 8912	5e									
10	Total tax. Add lines 7 through 9. Enter here and on page 1, line 31										0

Schedule K Other Information (see instructions)

1	Check accounting method: a <input type="checkbox"/> Cash b <input checked="" type="checkbox"/> Accrual c <input type="checkbox"/> Other (specify) ▶	Yes	No
2	See the instructions and enter the:		
a	Business activity code no. ▶ 446190		
b	Business activity ▶ FITNESS CENTER		
c	Product or service ▶ FITNESS		
3	Is the corporation a subsidiary in an affiliated group or a parent-subsidary controlled group? If "Yes," enter name and EIN of the parent corporation ▶		X
4	At the end of the tax year:		
a	Did any foreign or domestic corporation, partnership (including any entity treated as a partnership), or trust own directly 20% or more, or own, directly or indirectly, 50% or more of the total voting power of all classes of the corporation's stock entitled to vote? For rules of constructive ownership, see instructions. If "Yes," complete (i) through (v).		X

(i) Name of Entity	(ii) Employer Identification Number (if any)	(iii) Type of Entity	(iv) Country of Organization	(v) Percentage Owned in Voting Stock

b	Did any individual or estate own directly 20% or more, or own, directly or indirectly, 50% or more of the total voting power of all classes of the corporation's stock entitled to vote? For rules of constructive ownership, see instructions. If "Yes," complete (i) through (iv).	Yes	No
			X

(i) Name of Individual or Estate	(ii) Identifying Number (if any)	(iii) Country of Citizenship (see instructions)	(iv) Percentage Owned in Voting Stock

Federal Statements**Statement 1 - Form 1120, Page 1, Line 26 - Other Deductions**

<u>Description</u>	<u>Amount</u>
ACCOUNTING	\$ 1,900
AUTO EXPENSE	18,717
BANK CHARGES	3,032
CABLE	3,074
CLEANING	7,953
CONSULTING	1,850
CREDIT CARD DISCOUNTS	28,307
EQUIPMENT RENTAL	14,883
HEAT, LIGHT , & POWER	38,224
INSURANCE	17,458
LEGAL FEES	10,000
MANAGEMENT FEES	135,885
MISCELLANEOUS EXPENSE	4,777
OFFICE EXPENSE	3,429
OUTSIDE LABOR	545,718
RUBBISH REMOVAL	1,108
SUPPLIES	23,181
TELEPHONE	6,634
VENDING MACHINE	660
TOTAL	<u>\$ 866,790</u>

Statement 2 - Form 1120, Page 5, Schedule L, Line 14 - Other Assets

Description	Beginning of Year	End of Year
SECURITY DEPOSITS	\$ 18,000	\$ 18,000
TOTAL	\$ 18,000	\$ 18,000

Statement 3 - Form 1120, Page 5, Schedule L, Line 18 - Other Current Liabilities

Description	Beginning of Year	End of Year
ACCRUED EXPENSES & TAXES	\$ 34,236	\$ 126,255
DEFERRED INCOME	314,453	279,153
TOTAL	\$ 348,689	\$ 405,408

Statement 4 - Form 1120, Page 5, Schedule M-1, Line 5 - Expenses on Books Not on Return

Description	Amount
FINES AND PENALTIES	\$ 180
TOTAL	\$ 180

SF93RD SYNERGY FITNESS 93RD STREET, INC

13-4148183

FYE: 12/31/2008

Federal Statements

4/12/2010

Form 1120, Page 1, Line 17 - Taxes and Licenses

<u>Description</u>	<u>Amount</u>
NYS CORP TAX	\$
LICENSES	
TOTAL	\$ 0

Schedule K Continued**5** At the end of the tax year, did the corporation:

- a** Own directly 20% or more, or own, directly or indirectly, 50% or more of the total voting power of all classes of stock entitled to vote of any foreign or domestic corporation not included on Form 851, Affiliations Schedule? For rules of constructive ownership, see instructions. If "Yes," complete (i) through (iv).

Yes	No
	X

(i) Name of Corporation	(ii) Employer Identification Number (if any)	(iii) Country of Incorporation	(iv) Percentage Owned in Voting Stock

- b** Own directly an interest of 20% or more, or own, directly or indirectly, an interest of 50% or more in any foreign or domestic partnership (including an entity treated as a partnership) or in the beneficial interest of a trust? For rules of constructive ownership, see instructions. If "Yes," complete (i) through (iv).

Yes	No
	X

(i) Name of Entity	(ii) Employer Identification Number (if any)	(iii) Country of Organization	(iv) Maximum Percentage Owned in Profit, Loss, or Capital

- 6** During this tax year, did the corporation pay dividends (other than stock dividends and distributions in exchange for stock) in excess of the corporation's current and accumulated earnings and profits? (See sections 301 and 316.)

Yes	No
	X

If "Yes," file Form 5452, Corporate Report of Nondividend Distributions.

If this is a consolidated return, answer here for the parent corporation and on Form 851 for each subsidiary.

- 7** At any time during the tax year, did one foreign person own, directly or indirectly, at least 25% of (a) the total voting power of all classes of the corporation's stock entitled to vote or (b) the total value of all classes of the corporation's stock?

Yes	No
	X

For rules of attribution, see section 318. If "Yes," enter:

(i) Percentage owned ► and (ii) Owner's country ►

(c) The corporation may have to file Form 5472, Information Return of a 25% Foreign-Owned U.S. Corporation or a Foreign Corporation Engaged in a U.S. Trade or Business. Enter the number of Forms 5472 attached ►

- 8** Check this box if the corporation issued publicly offered debt instruments with original issue discount ☐
 If checked, the corporation may have to file Form 8281, Information Return for Publicly Offered Original Issue Discount Instruments.

- 9** Enter the amount of tax-exempt interest received or accrued during the tax year **0**

- 10** Enter the number of shareholders at the end of the tax year (if 100 or fewer) ►

- 11** If the corporation has an NOL for the tax year and is electing to forego the carryback period, check here ☐
 If the corporation is filing a consolidated return, the statement required by Regulations section 1.1502-21(b)(3) must be attached or the election will not be valid.

- 12** Enter the available NOL carryover from prior tax years (do not reduce it by any deduction on line 29a.) ► **226,739**

- 13** Are the corporation's total receipts (line 1a plus lines 4 through 10 on page 1) for the tax year and its total assets at the end of the tax year less than \$250,000?

Yes	No
	X

If "Yes," the corporation is not required to complete Schedules L, M-1, and M-2 on page 5. Instead, enter the total amount of cash distributions and the book value of property distributions (other than cash) made during the tax year. ►

Schedule L Balance Sheets per Books		Beginning of tax year		End of tax year	
		(a)	(b)	(c)	(d)
Assets					
1	Cash		8,328		-6,580
2a	Trade notes and accounts receivable				
b	Less allowance for bad debts				
3	Inventories				
4	U.S. government obligations				
5	Tax-exempt securities (see instructions)				
6	Other current assets (att. sch.)				
7	Loans to shareholders				
8	Mortgage and real estate loans				
9	Other investments (attach sch.)				
10a	Buildings and other depreciable assets	290,254		296,864	
b	Less accumulated depreciation	127,537	162,717	142,757	154,107
11a	Depletable assets				
b	Less accumulated depletion				
12	Land (net of any amortization)				
13a	Intangible assets (amortizable only)				
b	Less accumulated amortization				
14	Other assets (attach sch.) STMT 2		18,000		18,000
15	Total assets		189,045		165,527
Liabilities and Shareholders' Equity					
16	Accounts payable				
17	Mortgages, notes, bonds payable in less than 1 year				
18	Other current liabilities (att. sch.) STMT 3		348,689		405,408
19	Loans from shareholders		54,200		44,112
20	Mortgages, notes, bonds payable in 1 year or more				
21	Other liabilities (attach schedule)				
22	Capital stock: a Preferred stock				
b	Common stock	20,000	20,000	20,000	20,000
23	Additional paid-in capital				
24	Retained earnings—Appropriated (att. sch.)				
25	Retained earnings—Unappropriated		-233,844		-303,993
26	Adjustments to SH equity (att. sch.)				
27	Less cost of treasury stock				
28	Total liabilities and shareholders' equity		189,045		165,527

Schedule M-1 Reconciliation of Income (Loss) per Books With Income per Return

Note: Schedule M-3 required instead of Schedule M-1 if total assets are \$10 million or more—see instructions

1	Net income (loss) per books	-70,149	7	Income recorded on books this year not included on this return (itemize):	
2	Federal income tax per books			Tax-exempt interest\$	
3	Excess of capital losses over capital gains				
4	Income subject to tax not recorded on books this year (itemize):				
5	Expenses recorded on books this year not deducted on this return (itemize):		8	Deductions on this return not charged against book income this year (itemize):	
a	Depreciation .. \$		a	Depreciation .. \$	
b	Charitable contributions .. \$		b	Charitable contributions .. \$	
c	Travel and entertainment .. \$				
STMT 4	180	180	9	Add lines 7 and 8	
6	Add lines 1 through 5	-69,969	10	Income (page 1, line 28)—line 6 less line 9	-69,969

Schedule M-2 Analysis of Unappropriated Retained Earnings per Books (Line 25, Schedule L)

1	Balance at beginning of year	-233,844	5	Distributions: a Cash	
2	Net income (loss) per books	-70,149		b Stock	
3	Other increases (itemize):			c Property	
			6	Other decreases (itemize):	
			7	Add lines 5 and 6	
4	Add lines 1, 2, and 3	-303,993	8	Balance at end of year (line 4 less line 7)	-303,993

Form **4562**Department of the Treasury
Internal Revenue Service (99)**Depreciation and Amortization**
(Including Information on Listed Property)

OMB No. 1545-0172

2008Attachment
Sequence No. **67**

▶ See separate instructions. ▶ Attach to your tax return.

Name(s) shown on return

SYNERGY FITNESS 93RD STREET, INC

Identifying number

13-4148183

Business or activity to which this form relates

FITNESS CENTER**Part I Election To Expense Certain Property Under Section 179****Note:** If you have any listed property, complete Part V before you complete Part I.

1	Maximum amount. See the instructions for a higher limit for certain businesses	1	250,000
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation (see instructions)	3	800,000
4	Reduction in limitation. Subtract line 3 from line 2. If zero or less, enter -0-	4	
5	Dollar limitation for tax year. Subtract line 4 from line 1. If zero or less, enter -0-. If married filing separately, see instructions	5	
(a) Description of property		(b) Cost (business use only)	(c) Elected cost
6			
7	Listed property. Enter the amount from line 29	7	
8	Total elected cost of section 179 property. Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction. Enter the smaller of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2007 Form 4562	10	
11	Business income limitation. Enter the smaller of business income (not less than zero) or line 5 (see instructions)	11	
12	Section 179 expense deduction. Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2009. Add lines 9 and 10, less line 12	13	

Note: Do not use Part II or Part III below for listed property. Instead, use Part V.**Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property.) (See instructions.)**

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions)	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	

Part III MACRS Depreciation (Do not include listed property.) (See instructions.)**Section A**

17	MACRS deductions for assets placed in service in tax years beginning before 2008	17	14,298
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here ▶		

Section B—Assets Placed in Service During 2008 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only—see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property		3,610	5.0	HY	DDB	722
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs.		S/L	
h Residential rental property			27.5 yrs.	MM	S/L	
			27.5 yrs.	MM	S/L	
i Nonresidential real property			39 yrs.	MM	S/L	
	7/01/08	3,000	15.0	MM	S/L	200

Section C—Assets Placed in Service During 2008 Tax Year Using the Alternative Depreciation System

20a Class life					S/L	
b 12-year			12 yrs.		S/L	
c 40-year			40 yrs.	MM	S/L	

Part IV Summary (See instructions.)

21	Listed property. Enter amount from line 28	21	
22	Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return. Partnerships and S corporations—see instr.	22	15,220
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

For Paperwork Reduction Act Notice, see separate instructions.

Form **4562** (2008)

DAA

THERE ARE NO AMOUNTS FOR PAGE 2

Form 1120	NOL and Contribution Carryover Worksheet - Regular Tax	2008
For calendar year 2008 or tax year beginning _____, ending _____		
Name SYNERGY FITNESS 93RD STREET, INC		Employer Identification Number 13-4148183

Preceding Taxable Year	Adj. To NOL Inc/(Loss) After Adj.	Prior Year		Current Year	Next Year
		NOL Utilized (Income Offset)	Carryovers	Income Offset By NOL Carryback/ Carryover NOL Utilized	Carryover
15th 12/31/93					
14th 12/31/94					
13th 12/31/95					
12th 12/31/96					
11th 12/31/97					
10th 12/31/98					
9th 12/31/99					
8th 12/31/00					
7th 12/31/01	-25,269	25,269			
6th 12/31/02	-33,796	18,331	15,465		15,465
5th 12/31/03	-72,770		72,770		72,770
4th 12/31/04	-50 -127,855		127,855		127,855
3rd 12/31/05	15,416	-15,416			
2nd 12/31/06	-10,649		10,649		10,649
1st 12/31/07	28,184	-28,184			
NOL Carryover Available To Current Year			226,739		
Current Year	0 -69,969				69,969
NOL Carryover Available To Next Year					296,708

Charitable Contributions		Prior Year		Current Year		Next Year
Preceding Tax Year	Excess Contributions	Utilized Or Reclassified to NOL	Carryover	Reclassified to NOL (Reg.Sec. 1.170A-11(c)(2))	Carryovers Utilized	Carryover
5th 12/31/03						
4th 12/31/04						
3rd 12/31/05	50	50				
2nd 12/31/06						
1st 12/31/07						
Charitable Contribution Carryover To Current Year			0			
Current Year	0					0
Charitable Contribution Carryover Available To Next Year						0

NOL and Contribution Carryover Worksheet - AMT		2008
Form 1120	For calendar year 2008 or tax year beginning _____, ending _____	
Name SYNERGY FITNESS 93RD STREET, INC		Employer Identification Number 13-4148183

Preceding Taxable Year	Adj. To NOL Inc/(Loss) After Adj.	Prior Year		Current Year	Next Year
		NOL Utilized (Income Offset)	Carryovers	Income Offset By NOL Carryback/ Carryover NOL Utilized	Carryover
15th 12/31/93					
14th 12/31/94					
13th 12/31/95					
12th 12/31/96					
11th 12/31/97					
10th 12/31/98					
9th 12/31/99					
8th 12/31/00					
7th 12/31/01	-25,269	25,269			
6th 12/31/02	-33,796	13,926	19,870		19,870
5th 12/31/03	-72,770		72,770		72,770
4th 12/31/04	-127,805		127,805		127,805
3rd 12/31/05	13,829	-13,829			
2nd 12/31/06	-10,649		10,649		10,649
1st 12/31/07	25,366	-25,366			
NOL Carryover Available To Current Year			231,094		
Current Year	0 -69,969				69,969
NOL Carryover Available To Next Year					301,063

Charitable Contributions		Prior Year		Current Year		Next Year
Preceding Tax Year	Excess Contributions	Utilized Or Reclassified to NOL	Carryover	Reclassified to NOL (Reg.Sec. 1.170A-11(c)(2))	Carryovers Utilized	Carryover
5th 12/31/03						
4th 12/31/04						
3rd 12/31/05						
2nd 12/31/06						
1st 12/31/07						
Charitable Contribution Carryover To Current Year			0			
Current Year	0					0
Charitable Contribution Carryover Available To Next Year						0